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UNITED STATES DISTRICT COURT
SOUTERN DISTRICT OF NEW YORK

_____	:	No. 07 Civ. 8814 (LLS)
SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff,	:	
	:	
-against-	:	DECLARATION OF
	:	ROGER L. FIDLER
JOSHUA S. SHAINBERG and	:	
LARYSSA SHAINBERG,	:	
	:	
Defendants.	:	
_____	:	

I, ROGER L. FIDLER, declare as follows:

1. I am an attorney admitted to practice before the courts of the State of New York and in the United States District Court for the Southern District of New York.
2. I represent the Defendant Laryssa Shainberg in the above-captioned matter.
3. I submit this Declaration in support of my motion to withdraw as counsel and permit Defendant Laryssa Shainberg to proceed pro se or with new counsel of her choice.
4. I am no longer able to continue the representation of Laryssa Shainberg for reasons that I have made clear to her both orally and in writing.

5. I do not believe that Laryssa Shainberg will object to the entry of an Order allowing my withdrawal from the case.

I declare under penalty of perjury under the laws of the United States of America that the statements made in this declaration are true and correct and that this declaration is executed at Midland Park, New Jersey on July 2, 2008.

Dated: July 2, 2008

_____/s/Roger L. Fidler_____
Roger L. Fidler